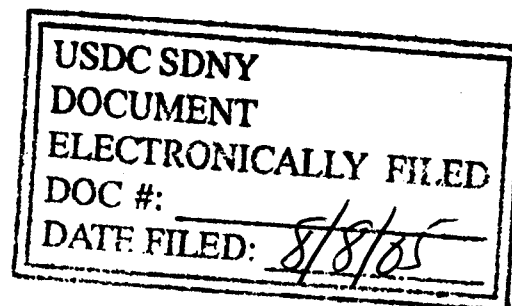


Wood, J.

HOFFMANN & BARON, LLP
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IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

TBC CONSOLES, INC.,

Plaintiff,

v.

FORECAST CONSOLES, INC.,

Defendant.

ECF CASE

CIVIL ACTION NO.
05 CV 2756 (KMW/AJP)

STIPULATED SUBSTITUTION OF NEW COUNSEL
FOR DEFENDANT FORECAST CONSOLES, INC.
AND WITHDRAWAL OF PREVIOUS COUNSEL

Defendant, FORECAST CONSOLES, INC. ("FORECAST") hereby substitutes as new counsel Bruce D. Katz & Associates, 225 Broadway, 37th Floor, New York, New York, 10007, phone: (212) 233-3434, facsimile: (212) 208-3060 as attorneys of record in the place of previous counsel, Charles R. Hoffmann, Hoffmann & Baron, LLP, pursuant to Local Civil Rule 1.4.

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FORECAST CONSOLES

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The case is presently in its initial stage, wherein the Complaint was just filed on March 10, 2005 and a Scheduling Order and Discovery Plan were just recently issued on June 28, 2005. In view of the early stage of the case, FORECAST has decided to obtain new counsel. Accordingly, FORECAST consents to the withdrawal from this case as counsel of record the law firm of Hoffmann & Baron, LLP.

This Substitution may be signed in counterparts.

FORECAST CONSOLES, INC.
Defendant

Dated: 7/18/05



William G. Haberman
President/CEO

I consent to the above substitution of new counsel for FORECAST and withdrawal as counsel of record.

HOFFMANN & BARON, LLP
Previous Counsel

Dated: 7/20/05



Charles R. Hoffmann

I consent to the above substitution as new counsel of record and withdrawal of previous counsel for FORECAST.

BRUCE D. KATZ & ASSOCIATES
New Counsel

Dated: _____

Bruce D. Katz

Digitally signed by Bruce D. Katz,
Esq.
Date: 2005.07.07 16:59:12 -04'00'

Bruce D. Katz (BK2041)

DICKSTEIN SHAPIRO MIRIN &
OSHINSKY, LLP
Attorney for Plaintiff, TBC Consoles, Inc.

Dated: _____

Keith D. Nowak

The substitution of new counsel and withdrawal of previous counsel for Defendant, FORECAST, is hereby approved by the Court.

Dated: 8-5-05

Kimba M. Wood

Hon. Kimba M. Wood
United States District Judge

I consent to the above substitution as new counsel of record and withdrawal of previous counsel for FORECAST.

BRUCE D. KATZ & ASSOCIATES
New Counsel

Dated: _____

Bruce D. Katz

DICKSTEIN SHAPIRO MIRIN &
OSHINSKY, LLP
Attorney for Plaintiff, TBC Consoles, Inc.

Dated: 7/1/05


Keith D. Nowak

The substitution of new counsel and withdrawal of previous counsel for Defendant, FORECAST, is hereby approved by the Court.

Dated: _____

Hon. Kimba M. Wood
United States District Judge 